

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)

333 WEST WACKER DRIVE  
CHICAGO, ILLINOIS 60606-1285

(312) 407-0700

Fax: (312) 407-0411

<http://www.skadden.com>

DIRECT DIAL  
312-704-0890  
DIRECT FAX  
312-407-0411  
EMAIL ADDRESS  
MIALLEN@SKADDEN.COM

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November 7, 2000

**VIA FEDERAL EXPRESS**

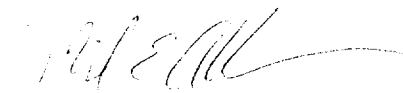
Mr. David Waddell  
Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

Re: Allied Riser of Tennessee, Inc.,  
(Docket No. 00-00128)

Dear Mr. Waddell:

I enclose Allied Riser of Tennessee, Inc.'s responses to the information requests contained in your letter dated October 19, 2000. If you have any questions, please contact me at (312) 407-0890.

Sincerely,



Michael E. Allen

enclosure

ALLIED RISER OF TENNESSEE, INC.  
DOCKET NO. 00-00128  
INFORMATION REQUEST RESPONSES  
NOVEMBER 7, 2000

**Financial Requirements:**

<u>Request</u>	Provide the following financial information of the Applicant: Include Operating Expenses and General /Administrative expenses in the three year projected financial statements.
<u>Response</u>	Although Applicant may offer competitive local exchange services in the future, it does not anticipate offering telecommunications services that would cause it to incur operating or general and administrative expenses for the next three years. (See Testimony of Todd C. Doshier at 3.)

**Small and Minority-Owned Telecommunications Business Participation Plan:**

<u>Request</u>	Please provide the following information for the Small and Minority-Owned Telecommunications Participation Plan: Please provide the name and address of the administrator of the SMB Plan.
<u>Response</u>	Ried Zulager Allied Riser of Tennessee, Inc. 1700 Pacific Avenue, Suite 400 Dallas, Texas 75201

ALLIED RISER OF TENNESSEE, INC.  
DOCKET NO. 00-00128  
INFORMATION REQUEST RESPONSES  
NOVEMBER 7, 2000

**Miscellaneous:**

Request 1      Please provide a statement that the Company does not intend, unless permitted by federal or state law, to offer services in areas served by any incumbent local exchange telephone company with fewer than 100,000 total access lines.

Response      Applicant does not intend, unless permitted by federal or state law, to offer local exchange services in areas served by any incumbent local exchange telephone company with fewer than 100,000 total access lines.

Request 2      Submit the March 24, 2000 supplemental filing that was faxed to Darrell Whitis.

Response      The March 24, 2000 supplemental filing is enclosed.

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333 WEST WACKER DRIVE  
CHICAGO, ILLINOIS 60606-1285

TELEPHONE No.: (312) 407-0700

FACSIMILE No.: (312) 407-0411

DIRECT FACSIMILE No.: 312-407-8616

EMAIL: kipeters@skadden.com

FACSIMILE TRANSMITTAL SHEET

PLEASE DELIVER THE FOLLOWING PAGE(S) TO:

NAME: Mr. Darrell Whitis

FIRM: Tennessee Regulatory Authority

CITY: \_\_\_\_\_ DATE: March 24, 2000

TELEPHONE No.: (615) 741-2904 (x 132)

FACSIMILE No.: (615) 741-2336

FROM: Kirk Peterson FLR/RM.: 23-31

REFERENCE No.: 033050/0001 DIRECT DIAL: 312-407-0821

TOTAL NUMBER OF PAGES INCLUDING COVER(S): 18

THIS FACSIMILE IS INTENDED ONLY FOR USE OF THE ADDRESSEE(S) NAMED HEREIN AND MAY CONTAIN LEGALLY PRIVILEGED AND/OR CONFIDENTIAL INFORMATION. IF YOU ARE NOT THE INTENDED RECIPIENT OF THIS FACSIMILE, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS FACSIMILE IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS FACSIMILE IN ERROR, PLEASE IMMEDIATELY NOTIFY US BY TELEPHONE AND RETURN THE ORIGINAL FACSIMILE TO US AT THE ADDRESS ABOVE VIA THE LOCAL POSTAL SERVICE. WE WILL REIMBURSE ANY COSTS YOU INCUR IN NOTIFYING US AND RETURNING THE FACSIMILE TO US.

MESSAGE:

Attached are the responses to the request for information in your e-mail of 3-10-00. Please let me know if you have any questions or require further information.

**ALLIED RISER OF TENNESSEE, INC. (00-00128)**  
**INFORMATION REQUEST RESPONSES**

**Complaint History**

1. Identify all complaints filed with state and federal regulatory agencies involving your company or affiliated entities.

Response:     None.

2. Identify the nature of the complaint, which governmental agency or office received the complaint, how was the complaint resolved?

Response:     N/A

**ALLIED RISER OF TENNESSEE, INC. (00-00128)**  
**INFORMATION REQUEST RESPONSES**

**Financial History**

1. Provide three year Projected Financial Statements including balance sheet, income statement, and statement of cash flows.

Response: Exhibit E to Allied Riser's application contains the financial history of Allied Riser's parent, Allied Riser Communications Corporation. Allied Riser's projected business plans remain in development at this time and projected financial statements are not available.

2. Provide a three year Capital Budget including the following equipment to be deployed, cost of equipment, sources for funding the TN network, equipment, UNEs-such as cash, loan commitments, vendor credits, letters of credit, etc. (complete detail).

Response: Exhibit E to Allied Riser's application contains the financial history of Allied Riser's parent, Allied Riser Communications Corporation. Allied Riser will not have a capital budget, as its initial business activities are not expected to be capital intensive.

3. Please quantify amounts included in the financial statements and projects relating to reciprocal compensation for terminating ISP traffic.

Response: Please see response to item 1 above.

**ALLIED RISER OF TENNESSEE, INC. (00-00128)**  
**INFORMATION REQUEST RESPONSES**

**Technical**

Please provide the following information:

1. Location of switches- i.e., cities;

Response: Switches will be located in Nashville and Memphis.

2. Method of deployment;

Response: Allied Riser will initially offer DS-1 service, where economical, to provide connectivity from the point of interconnection, across the rights-of-way, to the ARC Network of its affiliate, Allied Riser Operations Corporation.

3. Type of equipment: DMS-100 or 5ESS, etc. Fiber Rings, etc.;

Response: Allied Riser's transmission facilities will initially consist of fiber optic cable across rights-of-way. As Allied Riser begins offering voice telephony services, it will initiate the deployment of switching systems for the purposes of peering with several competitive local carriers. These switches will support SS7 as well as direct trunked interfaces to multiple end-office and/or access tandem switches.

4. Services offered (If voice grade service is provide, will 911, etc. be offered?);

Response: Allied Riser will initially provide DS-1 connectivity. As Allied Riser begins to offer voice grade services in the future, it will provide 911 services and all other services required by Tennessee statutes and TRA regulations.

5. State if there are any CPE (Customer Provided Equipment) requirements that would not be compatible with an incumbent carrier.

Response: None.

**ALLIED RISER OF TENNESSEE, INC. (00-00128)**  
**INFORMATION REQUEST RESPONSES**

**Repair and Maintenance**

Name and address of Tennessee contact person responsible for and knowledgeable about provider operations.

Response: The Company will rely on its affiliate, Allied Riser Operations Corporation, for repair, maintenance and customer service response on a 24x7 basis.



**ALLIED RISER OF TENNESSEE, INC. (00-00128)**  
**INFORMATION REQUEST RESPONSES**

**Small and Minority-Owned Telecommunications Business Participation Plan:**

Provide an appropriate Small and Minority-Owned Telecommunications Business Participation Plan as stated in TCA 65-5-212.

Response: See attached.

**SMALL AND MINORITY OWNED TELECOMMUNICATIONS  
BUSINESS PARTICIPATION PLAN FOR ALLIED RISER OF TENNESSEE, INC.**

**STATEMENT OF PURPOSE**

Pursuant to T.C.A. Section 65-5-212, as amended, and as a responsible corporate resident authorized to transact business in the State of Tennessee, Allied Riser of Tennessee, Inc. (Allied Riser) will seek, to the maximum extent feasible, and with due regard to price and quality factors, to purchase goods and services from small and minority owned telecommunications businesses and to provide, to the maximum extent feasible, technical assistance to such businesses.

As defined in Section 65-5-212:

*Minority-Owned Business.* Minority-owned business shall mean a business which is solely owned, or at least fifty-one percent (51%) of the assets or outstanding stock of which is owned, by an individual who personally manages and controls daily operations of such business, and who is impeded from normal entry into the economic mainstream because of race, religion, sex or national origin and such business has annual gross receipts of less than four million dollars (\$4,000,000).

*Small Business.* Small business shall mean a business with annual gross receipts of less than four million dollars (\$4,000,000).

Allied Riser's goal shall be the full and equal participation of such businesses as defined above. Allied Riser shall strive to achieve the purchase of a percentage of Allied Riser's total annual need for Tennessee operations for goods and services from small and minority owned telecommunications businesses as defined above, which is equal to the percentage of small and minority owned telecommunications suppliers doing business in Allied Riser's service territory, providing such goods and services are offered on a market competitive basis.

*This Plan is a statement of objectives and is not intended to create any legal obligation of ALLIED RISER OF TENNESSEE, INC.*

**PARTICIPATION PLAN**

Allied Riser will advise all personnel of the existence of this Plan and of Allied Riser's goals established in this Plan.

Allied Riser will designate an employee to have the responsibility of developing policies and procedures to allow for the success of Allied Riser's efforts to purchase goods and services from small and minority owned telecommunications businesses.

Allied Riser will exercise diligence and sensitivity to ensure that opportunities to small and minority owned telecommunications businesses for doing business with Allied Riser are equivalent to those provided to those entities which are not small or minority owned.

**ALLIED RISER OF TENNESSEE, INC. (00-00128)**  
**INFORMATION REQUEST RESPONSES**

**Miscellaneous**

Please provide the following:

1. IntraLATA Toll Dialing Parity Plan consistent with FCC Docket 96-98;

Response: Allied Riser will initially provide only DS-1 connectivity across rights-of-way. Accordingly, Allied Riser does not have an IntraLATA Toll Dialing Parity Plan at this time. Allied Riser will submit such plan before offering voice services in Tennessee.

2. An affidavit for the "Notice of Filing" to the eighteen ILECs;

Response: Please see attached.

3. Pre-filed testimony substantiating the managerial, technical, and financial abilities of the applicant to the TRA;

Response: Please see attached.

4. Provide the Applicant's involvement in pertinent mergers, acquisitions, etc. Provide a chart showing the applicant's corporate structure.

Response: Allied Riser has not been involved in any mergers or acquisitions since its inception. Allied Riser of Tennessee, Inc. is the wholly-owned subsidiary of Allied Riser Communications Corporation.

5. If customer's deposits are required, provide the amount that is required. Is the applicant bonded for the amount of the deposits?

Response: Allied Riser of Tennessee, Inc. will not require customer deposits.

# AFFIDAVIT

STATE Illinois §

COUNTY Cook §

I, Kirk L. Peterson, counsel for Allied Riser of Tennessee, Inc., swear and affirm that Allied Riser of Tennessee, Inc. has served the attached Notice of Filing of Application on the eighteen ILECs listed on the Notice of Filing Service List.

Kirk L. Peterson  
Signature

Kirk L. Peterson  
Typed or Printed Name

SWORN TO AND SUBSCRIBED before me on the 23<sup>rd</sup> day of March, 2000.



John A. Nowicki  
Notary Public In and For the  
State of Illinois

My commission expires: July 13, 2003

**BEFORE THE TENNESSEE REGULATORY AUTHORITY**

In the Matter of the Application of     )  
Allied Riser of Tennessee, Inc. for     )  
a Certificate to Provide Competing     )     Docket No. 00-00128  
Local Telecommunications Services     )

**NOTICE OF FILING OF APPLICATION**

An Application for a Certificate to Provide Competing Local Telecommunications Services in Tennessee has been filed with the Tennessee Regulatory Authority on February 19, 2000, by Allied Riser of Tennessee, Inc.

Respectfully submitted,



Kirk L. Peterson  
Skadden, Arps, Slate, Meagher & Flom  
(Illinois)  
333 W. Wacker Drive, Suite 2100  
Chicago, IL 60606  
Tel: (312) 407-0700  
Fax: (312) 407-0411

Counsel for Allied Riser of Tennessee, Inc.

Dated: March 15, 2000

NOTICE OF FILING SERVICE LIST  
ALLIED RISER OF TENNESSEE, INC.

Ardmore Telephone Company  
517 Ardmore Avenue  
Ardmore, TN 38449

BellSouth  
333 Commerce St.  
Nashville, TN 37201-3300

Century Telephone of Adamsville  
116 N. Oak St.  
Adamsville, TN 38310

Century Telephone of Claiborne  
507 Main St.  
New Tazewell, TN 37825

Century Telephone of Ooltewah-Collegedale, Inc.  
5616 Main St.  
Ooltewah, TN 37363

Citizens Communications Company of Tennessee  
300 Bland St.  
Bluefield, WV 24701

Citizens Communications Company  
of the Volunteer State  
300 Bland St.  
Bluefield, WV 24701

Loretto Telephone Co., Inc.  
P.O. Box 130  
Loretto, TN 38469

Millington Telephone Company, Inc.  
4880 Navy Rd.  
Millington, TN 38053

Sprint-United  
112 Sixth St.  
Bristol, TN 37620

TDS Telecom-Concord  
Telephone Exchange, Inc.  
701 Concord Rd.  
Knoxville, TN 37933-0610

TDS Telecom-Humphreys  
County Telephone Co.  
203 Long St.  
New Johnsonville, TN 37134-0552

TDS Telecom-Tellico Tel. Co., Inc.  
102 Spence St.  
Tellico Plains, TN 37385-0009

TDS Telecom-Tennessee Telephone Co.  
P.O. Box 18139  
Knoxville, TN 37928-2139

TEC-Crockett Telephone Co., Inc.  
P.O. Box 7  
Friendship, TN 38034

TEC-People's Telephone Co., Inc.  
P.O. Box 310  
Erin, TN 37061

TEC-West Tennessee Tel. Co., Inc.  
244 E. Main St.  
Bradford, TN 38316

United Telephone Co.  
120 Taylor St.  
Chapel Hill, TN 37034



**BEFORE THE  
TENNESSEE REGULATORY AUTHORITY**

**ALLIED RISER OF TENNESSEE, INC.**

Application for a Certificate to Provide  
Competing Local Telecommunications  
Services

)  
)  
)  
)  
)

Docket No. \_\_\_\_\_

**TESTIMONY OF**

**Todd C. Doshier  
Allied Riser of Tennessee, Inc.  
March 2000**

1     **Q.     PLEASE STATE YOUR NAME AND BUSINESS ADDRESS.**

2     A.     Todd C. Doshier, my address is 1700 Pacific Avenue, Suite 400, Dallas Texas 75201. My  
3             telephone number is (214) 210-3000.

4  
5     **Q.     BY WHOM ARE YOU EMPLOYED AND IN WHAT CAPACITY?**

6     A.     I am Vice President of Allied Riser of Tennessee, Inc. and Chief Financial Officer of Allied  
7             Riser Operations Corporation.

8  
9     **Q.     PLEASE GIVE A BRIEF DESCRIPTION OF YOUR JOB RESPONSIBILITIES AND**  
10            **YOUR BACKGROUND AND EXPERIENCE?**

11    A.     As Vice President of Allied Riser of Tennessee, Inc., I oversee the company's day to day  
12             operations and attend to all regulatory matters. Since 1996 I have also held the position of  
13             Chief Financial Officer for Allied Riser Operations Corporation, an affiliate of Allied Riser  
14             of Tennessee, Inc. Until just recently, I was also the Chief Operating Officer of Allied Riser  
15             Operations Corporation. From 1991 to 1996, I ran Doshier & Co. (later Perry, Nestman &  
16             Doshier), and provided corporate consulting, financial advice and management services to  
17             a variety of corporate clients.

18  
19    **Q.     ARE YOU FAMILIAR WITH THE APPLICATION OF ALLIED RISER FOR A**  
20            **LICENSE TO PROVIDE COMPETING LOCAL TELECOMMUNICATIONS**

1           **SERVICES IN TENNESSEE?**

2       A.     Yes I am. The application was created under my supervision.  
3

4       **Q.     WHAT IS THE PURPOSE OF YOUR TESTIMONY?**

5       A.     The purpose of my testimony is to provide evidence regarding the financial, technical and  
6           managerial ability of Allied Riser to provide resold and switched telecommunications  
7           services on a local exchange basis in Tennessee, and to discuss the services Allied Riser  
8           proposes to offer.  
9

10      **Q.     HAS ALLIED RISER REGISTERED TO DO BUSINESS IN TENNESSEE?**

11     A.     Yes. Allied Riser of Tennessee, Inc. is a Delaware corporation, is a wholly owned subsidiary  
12           of Allied Riser Communications Corporation and is registered in Tennessee as a foreign  
13           corporation. Attached to Allied Riser's Application as Exhibits B and C are Allied Riser's  
14           Articles of Incorporation and Certificate of Authority to Transact Business in the State of  
15           Tennessee.  
16

17      **Q.     DESCRIBE THE SERVICE ALLIED RISER PROPOSES TO PROVIDE.**

18     A.     Allied Riser is seeking certification to offer DS-1 service initially as a means of connectivity  
19           from the point of interconnection, across the rights-of-way, to the ARC Network operated  
20           by Allied Riser Operations Corporation, a corporate affiliate of Allied Riser. Allied Riser

1 will offer this connectivity where practical to any telecommunications service provider who  
2 wishes to serve these buildings. Eventually, Allied Riser may provide facilities-based and  
3 resold local exchange service to business and residential customers throughout the state and  
4 would like authorization in this proceeding to do so.  
5

6 **Q. DESCRIBE ALLIED RISER'S FINANCIAL ABILITY TO OPERATE AS A**  
7 **TELECOMMUNICATIONS RESELLER.**

8 A. Allied Riser has sufficient financial capability to provide the requested telecommunication  
9 services in Tennessee, the financial capability to maintain these services, and the financial  
10 capability to meet its lease and ownership obligations. Attached to Allied Riser's  
11 Application as Exhibit E are copies of the most recent financial reports of Allied Riser's  
12 parent, Allied Riser Communications Corporation. The information provided demonstrates  
13 that Allied Riser fully meets the financial requirements for a basic local exchange service  
14 license in Tennessee.  
15

16 **Q. DO YOU BELIEVE ALLIED RISER IS CAPABLE OF DELIVERING ITS**  
17 **PROPOSED SERVICES IN TENNESSEE?**

18 A. Yes, in addition to having sufficient financial resources, Allied Riser has assembled an  
19 outstanding team of experienced managers and support staff. Descriptions of the  
20 telecommunications and managerial experience of Allied Riser's key personnel are attached

1 to Allied Riser's Application as Exhibit F.

2  
3 **Q. WILL ALLIED RISER OFFER SERVICE TO ALL CONSUMERS WITHIN ITS**  
4 **SERVICE AREA?**

5 A. Yes. The Company will serve any customer upon request, subject to the provisions of its  
6 end user tariff.

7  
8 **Q. WILL ALLIED RISER COMPLY WITH ALL TENNESSEE REGULATORY**  
9 **REQUIREMENTS?**

10 A. Yes.

11 **Q. DOES ALLIED RISER HAVE A SMALL AND MINORITY-OWNED**  
12 **TELECOMMUNICATIONS BUSINESS PARTICIPATION PLAN?**

13 A. Yes, we do. Allied Riser's Small and Minority-owned Business Participation Plan has been  
14 submitted as part of Allied Riser's application.

15  
16 **Q. DOES THIS CONCLUDE YOUR TESTIMONY?**

17 A. Yes, it does.